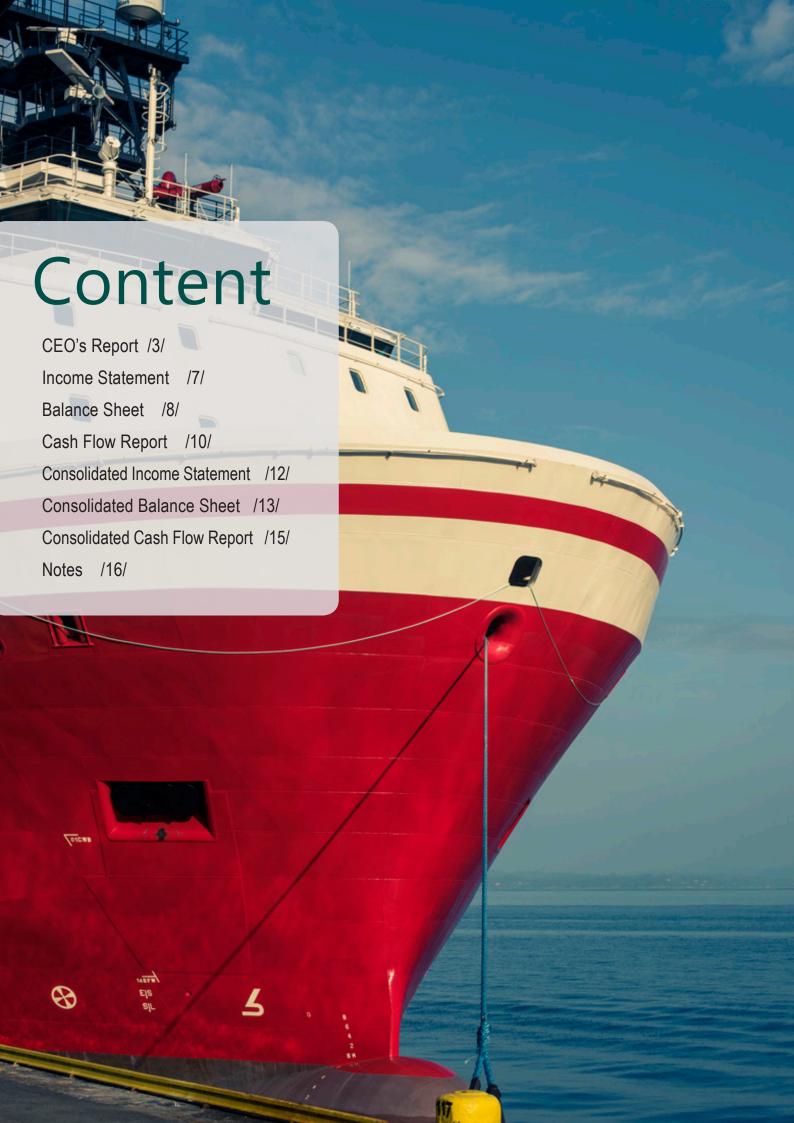


BOA OFFSHORE AS



FOURTH QUARTER

2018



CEO's Report

GENERAL INFORMATION

The unaudited interim report is prepared in accordance with NGAAP.

NATURE AND LOCATION OF ACTIVITIES

Boa Offshore AS is the parent company of the Boa Offshore Group ("Group"). The company invests in shipping and offshore related companies. The Group is comprised of several ship owning companies within the following segments; tugboats, barges and offshore vessels. The tugboat activity, including salvaging, operates along the Norwegian coast and the North Sea. The barge fleet consists of larger barges operated internationally, and the offshore department manages offshore support vessels within construction and oil exploration, operating worldwide. The management is located in Trondheim.

REVIEW OF FOURTH QUARTER 2018 ACCOUNTS

Operating income in the period was mNOK 370,9 (mNOK 164,0 in the same period 2017).

EBITDA for the period was mNOK 49,6 (mNOK 23,9). Operating expenses were mNOK 395,6 (mNOK 219,1). Operating Profit/EBIT was mNOK -24,8 (mNOK -55,1). Net financial items were mNOK -52,3 (mNOK -48,5). Profit before tax was mNOK -77,1 (mNOK -103,6).

CASH FLOW IN THE PERIOD

Net cash flow from operating activities was mNOK 64,8 (mNOK 50,7).

Net cash flow from investing activities incl asset sales was mNOK -16,4 (mNOK 17,6).

Net cash flow from financing activities was mNOK -16,9 (mNOK -37,5).

Net change in cash was mNOK 31,4 (mNOK 30,8).

BALANCE SHEET 31.12.2018

Total assets per 31.12.2018 were mNOK 3 245 (mNOK 3 367 per 31.12.2017). Interest bearing debt was mNOK 3 013 (mNOK 2 905), and the equity mNOK -366 (mNOK -70).

Cash and Cash equivalents per 31.12.2018 were mNOK 302 (mNOK 351 per 31.12.2017).

The value adjusted equity ratio for Boa Offshore per 31.12.2018 was 16,4 % and the NIBD/EBITDA ratio was 22,66 (EBITDA last 12 months/4 quarters).

The booked value of equity for the Group is lost, but there are additional values in the vessels that make the fair value of book equity position.

FINANCIAL RISK

Interest risk

The Group companies are exposed to interest rate fluctuations on long-term debt. By 31.12.2018 the total of the group's interest-bearing debt was mNOK 3 013 where of 1 711 is fixed with non-cash PIK interest and another mNOK 569 is secured by interest rate swap agreements or fixed rates.

Currency risk

The Group companies are exposed to currency risk as revenues and costs are denominated in various currencies. Substantial parts of the earnings in the Group are in USD.

However this currency risk is to a certain degree reduced by the companies also having certain operating costs denominated in USD. The Group companies continuously monitor the currency markets and reduce currency exposure when appropriate by entering into forward agreements or other financial contracts to reduce currency risk.

Liquidity risk

The Groups liquidity position as per 31.12.2018 is mNOK 302. The parent company has a bond of mNOK 433 and a subordinated bond of mNOK 41 outstanding, both listed at Oslo Stock Exchange Nordic ABN. The total of outstanding bonds for the company was mNOK 474 of which mNOK 133 is interest bearing with non-cash PIK interest. The total of outstanding bonds for the group as of 31.12.2018 was mNOK 2 018 whereof mNOK 1 711 is interest bearing (all with non-cash PIK interest). The group has in addition loan to financial institutions of mNOK 1 302 with various maturities between 2020 and 2027.

Credit risk

The Group companies are exposed to the risk that the contracting parties will not have the financial means to meet their obligations. No agreements have been entered into or other financial means established to minimize the Group companies credit risk.

EVENTS IN THE PERIOD

Boa Tugs commenced a contract with the Norwegian Defence Logistics Organisation to salvage the KNM Helge Ingstad. The project continues into 1Q19.

EVENTS AFTER THE BALANCE SHEET DATE

There have been no significant events after the end of the fourth quarter that have material impact on the evaluation of the Group's profit and loss account or balance sheet as of 31.12.2018.

TBK ASSETS REALISATION

Boa Eiendom AS (Eiendom) has previously sold all significant assets except their Boa Unsec' bonds holding. In this quarter Eiendom received its part of the TBK Asset realization (in total mNOK 5,75).

Det Nordenfjeldske Dampskibsselskab AS (NFDS), former Boa Investment AS and the subsidiary Nordenfjeldske Luftfart AS (NFL); NFL has previously sold their shares in Helitrans AS, and a total of five helicopters. The remaining helicopters are on a dry lease to Helitrans until February 2021. The lease has a three months termination clause for the lessee and a first right to buy the helicopters. The sales process continues. The total distribution has so far been mNOK 81,25 and the estimated total distribution from the TBK Asset realization is still in the original range of mNOK 80-120.

FUTURE DEVELOPMENT

The medium to long-term outlook for Boa Offshore has improved during 2018 on the back of increasing oil prices over the last 12-24 months, continued lowered hurdle rates for new field developments for oil companies, and increased volume of sanctioned offshore field development investment projects. The latter is expected to further improve in 2019 and 2020, which again will lay basis for higher offshore activity from 2020 onwards. However, the short-term picture is still challenging as demand is recovering from a very low level and needs to catch up with a significant overcapacity of vessels in many offshore segments. The recent sharp drop in oil prices from above USD80/bbl in October 2018 to the current level around USD60-65/bbl also represent a certain risk to the magnitude of the recovery in the shortterm. From an earnings perspective 2019 will most likely not be significantly better than 2018.

Boa Offshore's Barge and Tug segments are exposed to more industries and demand drivers than oil and gas and these two segments remain stable and robust. The Tug business has since summer 2017 experienced higher and more stable activity.

The North Sea AHTS spot market disappointed in 2018. Despite higher activity in the North Sea in general, the outlook remains uncertain due to the vast overhang of idle/laid-up AHTS vessels and uncertainty regarding the timing of recovery in other regions. The AHTS vessels Boa Jarl and Boa Bison were in late October laid up after performing work in the Russian Kara- and Pechora Sea in 3Q18 and early 4Q18.

For Boa OCV, Boa Sub C finished its 5-month contract with Adwen in the North Sea Offshore Wind market in

November and has secured new short-term contracts for work in 1H19. Boa Deep C finished its commitment in West Africa early February and will mobilize to a medium-term contract in the North Sea during March. The Boa Deep C will also in 1Q19 complete its periodical 5-year class survey. The number of opportunities for new work in 2019 and 2020 has improved somewhat during 2018 and into 2019. However, competition for these contracts is still relatively tough and few contracts are of longer-term duration. In Boa SBL, Thalassa continues working for EMGS and Galatea remains laid up.

STATEMENT FROM THE CEO

I hereby declare that to the best of my knowledge the interim accounts for the fourth quarter of 2018 are prepared in accordance with NGAAP – Interim financial reporting, and that the information in the financial statements portrays a true picture of the company's assets, liabilities, financial position and result as a whole, as well as the more important risk and uncertainty factors to which the company might be exposed in the next financial period.

Trondheim, 1 March 2019

ge Kvalvik

CEO



Income Statement

(Figures in 1 000 NOK)

Operating income and energting eveness	Note	4Q 2018	FY 2018	4Q 2017	FY 2017
Operating income and operating expenses Operating income	2	856	2 690	182	131 224
Operating cost ships Payroll expenses Depreciation Other operating expenses Total operating expenses	3	597 269 0 265 1 131	1 868 269 0 1 324 3 461	917 494 0 -38 1 373	4 003 93 680 1 194 21 878 120 755
Operating profit		-275	-772	-1 191	10 469
Financial income and expenses Income from subsidiaries Interest income from group companies Other interest income Other financial income Write down of other financial fixed assets Interest expense to group companies Other interest expenses Other financial expenses Net financial income and expenses		25 812 655 18 58 39 500 -5 739 498 156	25 812 27 707 68 852 39 500 2 445 2 114 1 169 9 212	19 592 2 854 15 -21 559 0 2 814 466 -27 659	19 592 50 001 455 265 381 25 571 35 444 27 567 63 227 183 619
Operating result before tax		-8 145	8 440	24 092	194 088
Tax on ordinary result		29	81	381	381
Operating result		-8 175	8 359	23 711	193 707

Balance Sheet

	Note	31.12.2018	31.12.2017
(Figures in NOK 1 000)			
Assets			
Financial fixed assets Investments in subsidiaries Loans to group companies Other receivables Total financial fixed assets		472 659 352 500 825 158	487 159 529 054 0 1 016 212
Total fixed assets		825 158	1 016 212
Current assets			
Receivables Trade receivables Loans to group companies Other receivables Total receivables		497 46 148 5 669 52 315	63 30 211 3 731 34 004
Cash and bank deposits		8 544	21 969
Total current assets		60 859	55 973
Total assets		886 017	1 072 186

Balance Sheet

	Note	31.12.2018	31.12.2017
(Figures in NOK 1 000)			
Equity and liabilities			
Restricted equity Share capital Share premium Other restricted equity Total restricted equity	4 4 4	2 500 74 447 3 106 80 053	2 500 74 447 3 106 80 053
Retained earnings Other equity Total retained earnings	4	153 566 153 566	145 207 145 207
Total equity		233 619	225 260
Liabilities			
Other long term liabilities Bonds Liabilities to subsidiaries Total other long term liabilities	5	474 347 167 738 642 084	493 077 346 983 840 060
Current liabilities Trade creditors Liabilities to group companies Public duties payable Other short term liabilities Total short term liabilities		2 472 7 118 139 585 10 314	3 321 2 994 319 232 6 866
Total liabilities		652 399	846 926
Total liabilities and equity		886 017	1 072 186

4Q 2017

FY 2017

-664

-107 156 -26 600

-131 759

-67 132

89 101

21 969

1 997

Cash Flow Statement

(Figures in 1 000 NOK)

Net cash flow from investing activities

Net cash flow from financing activities

Net changes in cash and cash equivalents

Cash and cash equivalents at end of period

Cash and cash equivalent start at period

Cash flow from financing activities

Group internal transfer of business

Paid in long term liabilities

Group contribution

Cash flow from operating activities	40 2010	F1 2010	40 2017	F1 2017
Profit before income taxes	-8 145	8 440	24 092	194 088
Payment in kind bonds (PIK-bonds)	496	1 974	487	40 175
Loan to equity conversion	0	0	0	-368 383
Group internal transfer of business	0	0	20	37 159
Gain on investments in subsidiaries	-25 812	-25 812	-19 592	-19 592
Income tax paid	-29	-81	-44	-381
Depreciation and write-down	0	0	0	1 194
Gain on sale of tangible fixed assets	0	0	0	-29
Write-down of financial fixed assets	39 500	39 500	0	25 571
Changes in inventories	0	0	0	67
Changes in trade receivables	0	-435	1 238	6 588
Changes in other receivables	-863	-1 938 -850	43	43 716
Changes in trade creditors Changes in receivables from group companies	1 936 -6 761	-33 285	3 174 11 929	-3 076 140 250
Changes in the short-term liabilities	479	-33 263 173	2 384	-32 057
Orlanges in other short-term habilities	475	173	2 304	-02 001
Net cash flow from operating activities A	800	-12 313	23 730	65 291
Cash flow from investing activities				
Sale of tangible fixed assets	0	0	0	4 029
Purchase of tangible fixed assets	0	0	0	-82
Sale of financial fixed assets	0	0	0	960
Purchase of financial fixed assets	0	0	0	-5 571

В

С

A+B+C

4Q 2018

0

0

0

-3 330

-3 330

-2 530

11 074

8 544

0

-26 348

-26 348

-2 618

24 587

21 969

0

0

-20 704

19 592

-1 111

-13 425

21 969

8 544

FY 2018



Consolidated Income Statement

(Figures in 1 000 NOK)

On a weaking a line a way and a way of the way way and	Note	4Q 2018	FY 2018	4Q 2017	FY 2017
Operating income and operating expenses Operating income	2	370 855	937 552	164 034	630 785
Operating east china		219 518	502 568	69 949	251 517
Operating cost ships Payroll expenses		75 810	252 274	56 824	205 774
Depreciation	3	40 388	162 053	40 974	167 284
Write down on tangible assets	3	34 000	34 000	38 000	38 470
Other operating expenses	3	25 913	63 080	13 359	22 424
Total operating expenses		395 629	1 013 976	219 106	685 469
Total operating expenses		393 029	1013310	213 100	003 403
Operating profit		-24 774	-76 424	-55 072	-54 683
Financial income and ayrange					
Financial income and expenses		1 550	6 645	2 080	8 491
Interest income from group companies Other interest income		322	936	243	1 251
Other financial income		7 213	29 198	-15 541	68 495
Interest expense to group companies		7 2 1 3	29 190	-13 341	1 043
Other interest expenses		51 086	200 033	46 956	193 654
Other financial expenses		10 314	41 549	-11 636	193 034
Net financial income and expenses		-52 316	-204 804	-48 538	-224 134
Net illialiciai ilicollie aliu expelises		-32 310	-204 004	-40 330	-224 134
Operating result before tax		-77 090	-281 228	-103 610	-278 817
Tax on ordinary result		12 493	12 780	49 028	49 616
Operating result		-89 582	-294 008	-152 638	-328 434

Consolidated Balance Sheet

	Note	31.12.2018	31.12.2017
(Figures in NOK 1 000)			
Assets			
Fixed assets Intangible fixed assets Deferred tax asset Total intangible assets		0	10 722 10 722
Tangible fixed assets Buildings and land Ships Equipment and other movables Total tangible fixed assets	3 3 3	1 897 2 370 911 6 762 2 379 569	1 897 2 497 771 21 226 2 520 893
Financial fixed assets Loans to group companies Investments in shares Other receivables Total financial fixed assets		112 905 1 772 16 179 130 855	142 010 1 772 14 801 158 582
Total fixed assets		2 510 424	2 690 198
Current assets			
Inventories		6 059	6 162
Debtors Accounts receivables Loan to group companies Other receivables Total debtors		271 963 2 729 151 678 426 370	177 065 2 508 140 105 319 678
Investments Other financial instruments Total investments		362 362	362 362
Cash and bank deposits		302 229	351 090
Total current assets		735 020	677 292
Total assets		3 245 444	3 367 490

Consolidated Balance Sheet

	Note	31.12.2018	31.12.2017
(Figures in NOK 1 000)			
Equity and liabilities			
Restricted equity Share capital Share premium Other restricted equity Total restricted equity	4 4 4	2 500 74 447 3 106 80 053	2 500 74 447 3 106 80 053
Retained earnings Other equity Total retained earnings	4	-446 161 -446 161	-149 790 -149 790
Total equity		-366 109	-69 737
Liabilities Deffered tax Total provisions		1 173 1 173	0
Other long-term liabilities Bonds Liabilities to financial institutions Total of other long term liabilities	5 5	2 052 067 1 302 569 3 354 636	1 926 771 1 339 949 3 266 721
Current liabilities Trade creditors Liabilities to group companies Tax payable Public duties payable Other short term liabilities Total short term liabilities		132 743 0 569 5 876 116 555 255 744	58 547 1 250 647 7 502 102 559 170 506
Total liabilities		3 611 553	3 437 227
Total equity and liabilities		3 245 444	3 367 490

Consolidated Cash Flow Statement

Figures in 1 000 NOK					
Cash flow from operating activities		4Q 2018	FY 2018	4Q 2017	FY 2017
Profit before income taxes		-77 090	-281 228	-103 610	-278 817
Payment in kind bonds (PIK-bonds)		37 805	145 999	30 300	143 870
Income tax paid		83	-779	-2 291	-3 677
Depreciation and write-down		74 388	196 053	78 974	205 754
Gain on sale of tangible fixed assets		-2 200	-2 200	-6 401	-6 430
Loss on sale of financial items		0	0	0	-76
Changes in inventories		-3 435	104	-738	4 369
Changes in trade receivables Changes in other receivables		-82 515 1 781	-94 898 -13 001	-11 252 -2 210	44 365 43 709
Changes in trade creditors		76 839	74 197	23 557	-22 035
Changes in receivables from group companies		3 009	27 634	43 316	7 236
Changes in other short-term liabilities		36 114	10 611	1 011	-14 375
g					
Net cash flow from operating activities	Α	64 779	62 492	50 655	123 892
Cook flow from investing activities					
Cash flow from investing activities Sale of tangible fixed assets		0	0	22 031	30 582
Purchase of tangible fixed assets		-16 428	-53 268	-4 441	-20 940
Sale of financial fixed assets		0	0	0	960
Purchase of financial fixed assets		0	0	0	-5 571
i dicitase of ilitaticial fixed assets		O	O	O	-5 57 1
Net cash flow from investing activities	В	-16 428	-53 268	17 591	5 030
Cash flow from financing activities		-16 906	-58 085	-37 454	-141 480
Paid in long term liabilities		-10 900	-30 003	-37 454	-141 400
Net cash flow from financing activities	С	-16 906	-58 085	-37 454	-141 480
Not charged in each and each actival	A.D.O	24.445	40.004	20.704	40.550
Net changes in cash and cash equivalents Cash and cash equivalent start at period	A+B+C	31 445 270 784	-48 861 351 090	30 791 320 298	-12 558 363 648
Cash and Cash equivalent start at penou		210 104	331 030	320 230	303 040
Cash and cash equivalents at end of period		302 229	302 229	351 090	351 090

Notes

Note 1 Accounting principles / general information

The quarterly report is unaudited and is prepared in compliance with NGAAP using the same principles as in the last financial year.

<u>Miscellaneous</u>

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

Note 2 Spesification companies and segments

Consolidated - YTD 4Q 2018

Company	Segment	Operating income	EBITDA	Cash 31.12.
Boa OCV AS	OCV	184 222	16 692	111 598
Boa SBL AS	Seismic	51 251	8 026	48 530
Boa Barges AS	Barges	153 567	81 254	14 658
Boa Barges LLC	Barges	21 355	2 047	17
Boa Tugs AS	Tugs	300 040	36 210	27 549
T.A. Kittilsen Shipping AS	Tugs	32 246	5 205	6 198
NFDS Offshore 1 AS	AHTS	32 018	-14 500	13 210
NFDS Offshore 2 AS	AHTS	38 656	-15 474	8 305
Boa Offshore AS	Other	2 690	-772	8 544
Boa Management AS	Other	111 513	16 903	38 041
Other / elimination	Other	9 995	-15 962	25 578
Total		937 552	119 630	302 229

Note 3 Fixed assets - consolidated

	Vessels	Periodic mainte-nance	Equipment	Buildings and land	Sum
Acquisition cost 01.01.	4 489 370	286 893	23 773	1 897	4 801 932
Additions	9 771	45 060	1 153	0	55 984
Disposals	-1 805	-1 254	0	0	-3 060
Acquisition cost 31.12.	4 497 336	330 698	24 926	1 897	4 854 856
Accumulated depr. 01.01. Disposals	2 076 196 -1 805	202 354 0	2 489	0	2 281 039 -1 805
Write-down this period	21 000	0	13 000	0	34 000
Depreciation this period Accum. depr. 31.12.	121 215 2 216 606	38 163 240 517	2 675 18 164	0 0	162 053 2 475 287
Book value 31.12.	2 280 730	90 181	6 762	1 897	2 379 569
Economic life Depreciation schedule	27-30 years Linear	2,5-10 years Linear	5 years Linear		

Lease amount on fixed assets, not included in the balance sheet, year to date:

Note 4 Shareholder's equity

Parent company

	Share capital	Share premium	Other restricted equity	Other equity	Total
Equity 01.01.	2 500	74 447	3 106	145 207	225 260
Profit of the year	0	0	0	8 359	8 359
Equity 31.12.	2 500	74 447	3 106	153 566	233 619

Consolidated

			Other		
		Share	restricted		
	Share capital	premium	equity	Other equity	Total
Equity 01.01.	2 500	74 447	3 106	-149 790	-69 737
Profit of the year	0	0	0	-294 008	-294 008
Other changes	0	0	0	-2 364	-2 364
Equity 30.09.	2 500	74 447	3 106	-446 161	-366 109

Minority share of operating result YTD

-3 677

Minority share of total equity

-10 961

Note 5 Long term liabilities

Parent company

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

	2019	2020	2021	2022	\rightarrow
Instalments	0	0	0	0	474 347

Consolidated

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

	2019	2020	2021	2022	\rightarrow
Instalments	53 885	2 397 904	68 500	68 500	765 847

Note 6	Consolidated in	ncome statement	- summary
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	4Q 2018	FY 2018	4Q 2017	FY 2017
Operating income	370 855	937 552	164 034	630 785
Operating expences	321 241	817 923	140 132	479 715
EBITDA	49 614	119 629	23 902	151 070
EBITDA %	13 %	13 %	15 %	24 %
Depreciation and write-down	74 388	196 053	78 974	205 754
EBIT	-24 774	-76 424	-55 072	-54 684
Net finance	-52 316	-204 804	-48 539	-224 134
Pre tax profit	-77 090	-281 228	-103 611	-278 818
Tax	12 493	12 780	49 028	49 616
Net profit	-89 582	-294 008	-152 638	-328 434

Note 7 Interest bearing debt / equity	Note	· 7	Interest	bearing	debt	equity /
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Key figures	31.12.18	31.12.17
Interest bearing debt Cash and cash equivalents Net Interest Bearing Debt (NIBD) NIBD / EBITDA * * Last four quarters	3 013 124 302 229 2 710 895 22,66	2 904 766 351 090 2 553 676 16,90
Booked equity ratio Value adjusted equity ratio	-11,3 % 16,4 %	-2,1 % 23,8 %





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