



# FIRST QUARTER

2020

# Content

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## **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 FIRST QUARTER 2020 ACCOUNTS**

Operating income in the period was mNOK 197,1 (mNOK 396,0 in the same period 2019).

EBITDA for the period was mNOK 46,5 (mNOK 66,2). Operating expenses were mNOK 185,7 (mNOK 369,4). Operating Profit/EBIT was mNOK 11,4 (mNOK 26,6). Net financial items were mNOK -36,9 (mNOK -59,5). Profit before tax was mNOK -25,5 (mNOK -32,9).

### CASH FLOW IN THE PERIOD

Net cash flow from operating activities was mNOK 35,8 (mNOK 42,9).

Net cash flow from investing activities was mNOK -12,0 (mNOK -15,0).

Net cash flow from financing activities was mNOK 16,0 (mNOK -12,1).

Net change in cash was mNOK 39,8 (mNOK 15,9).

### BALANCE SHEET 31.03.2020

Total assets per 31.03.2020 were mNOK 2 811 (mNOK 3 218 per 31.03.2019). Interest bearing debt was mNOK 2 856 (mNOK 3 046), and the equity mNOK -656 (mNOK -399).

Cash and Cash equivalents per 31.03.2020 were mNOK 281 (mNOK 318 per 31.03.2019).

The booked value of equity for the Group is negative, however the value adjusted equity ratio for Boa Offshore per 31.03.2020 was 8,6 percent. This is based on two independent ship broker valuations. The NIBD/EBITDA ratio was 13,14 (EBITDA last 12 months/4 quarters).

### **FINANCIAL RISK**

### Interest risk

The Group companies are exposed to interest rate fluctuations on long-term debt. By 31.03.2020 the total of the group's interest-bearing debt was mNOK 2 856 where of 1 474 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 and EUR. However this currency risk is to a certain degree reduced by the companies also having certain operating costs denominated in USD and EUR. 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 31.03.2020 is mNOK 281. The parent company has a bond of mNOK 423 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 464 of which mNOK 135 is interest bearing with non-cash PIK interest. The parent company has also a liability to former subsidiary SBL Recovery AS of mNOK 28. The total of outstanding bonds for the group as of 31.03.2020 was mNOK 1 801 whereof mNOK 1 474 is interest bearing (all with non-cash PIK interest). The group has in addition loan to financial institutions of mNOK 1 354 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**

At the Rest Claim Payment date in January the first ranking component of the Rest Claims was repaid in full, with a final distribution of mNOK 1,3.

### EVENTS AFTER THE BALANCE SHEET DATE

In April and May 2020 an amendment to the restructuring agreement has been agreed with bank and bond creditors and the maturity dates for the loans have been extended to December 2024. In addition to the TBK Assets Realization distribution (see below) a Senior Rest Claim distribution of mNOK 2,0 was paid 25 May 2020.

Boa OCV was in late May awarded a new 150 day contract in the North Sea for Boa Sub C, with options for up to 100 days of additional work. The contract will commence in the latter part of June this year.

### **TBK ASSETS REALISATION**

Boa Eiendom AS (Eiendom) has previously sold all significant assets except their Boa Unsec' bonds holding. 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 seven helicopters.

As part of the restructuring process the TBK Assets Realization was finalized with i) transfer of Eiendom's Boa Unsec' bonds holding to Boa Offshore AS, ii) sale of shares in Eiendom, NFDS and NFL and iii) a final distribution of mNOK 35,25 on May 25 2020.

The total distribution has been mNOK 123,0 (original estimated range mNOK 80-120).

### FUTURE DEVELOPMENT

The short to medium term outlook for Boa Offshore's oil & gas related business has changed dramatically for the worse in the resent months as a consequence of the global spread of the COVID-19 pandemic and following lock-down of most countries and economies world-wide. The COVID-19 virus spread caused an estimated shortterm demand contraction of oil of at least 20% from the 2019 demand level close to 100 million barrels per day. resulting in the Brent spot oil price dropping from above USD60 per barrel at the start of the year to around USD20 per barrel in mid April. The rapid drop seems to be braced to some extent by OPEC and allies reaching a production cut agreement on April 13th. Moreover, since April a number of countries and economies have started to gradually re-open giving support to an increase in Brent oil prices to current level around USD35 per barrel.

In addition to the drop in oil prices the COVID-19 virus has also led to significant logistical and procurement challenges curbing activities. E&P budgets are estimated to come down around 30% in 2020 compared with 2019 levels. A number of sanctioned developments will be postponed, new sanctioning will be paused, and Brownfield and maintenance activities will be postponed for the above-mentioned reasons.

When oil demand and subsequently oil prices and activity recover again depends on when the virus spread significantly slows and/or development of medical treatments for the virus. For the time being this is still uncertain, despite signals that certain countries and economies are modestly and partly re-opening.

Boa Offshore's Barge and Tug segments are exposed to more industries and demand drivers than oil and gas and remain relatively more stable and robust. However, due to the general economic contraction and abovementioned logistical challenges it is expected that these two segments also will be negatively impacted by COVID-19 to a certain extent. Nevertheless, Boa Barges has a relatively robust backlog for 2020-21, and Boa Tugs has seen satisfactory activities this spring after a weaker winter period.

The AHTS vessels Boa Jarl and Boa Bison were awarded contracts by The Norwegian Defense Logistic Organization (FLO) in October 2019. The duration of the agreement is 5 years, with the option to extend the agreement for another 5 years. Both vessels commenced this contract in January 2020.

For Boa OCV, Boa Sub C has until May been working on a 1-year term contract in West Africa, which mentioned in the annual report has been cancelled. Boa Sub C has obtained a new 150 day contract in the North Sea, with options for up to 100 days of additional work. The contract will commence in the latter part of June this year. The Boa Deep C is currently idle in Norway after finalizing a medium-term contract in Asia in 1Q20. Despite the current weak market conditions there are a few short-term contracts out in the market at low dayrates.

#### STATEMENT FROM THE CEO

I hereby declare that to the best of my knowledge the interim accounts for the first quarter of 2020 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, 29 May 2020

Helge Kvalvik CEO



### **Income Statement**

(Figures in 1 000 NOK)

	Note	1Q 2020	1Q 2019	FY 2019
Operating income and operating expenses				
Operating income	2	0	0	950
		450	<b>E</b> 4.4	0.050
Other operating expenses		150	541	2 856
Total operating expenses		150	541	2 856
Operating profit		-150	-541	-1 906
opoiding prom			0.11	
Financial income and expenses				
Interest income from group companies		7 117	6 892	28 222
Other interest income		14	9	98
Other financial income		929	2	365
Depreciation of other financial current assets		0	0	0
Write down of other financial fixed assets		0	0	318 000
Interest expense to group companies		625	601	2 483
Other interest expenses		505	501	2 020
Other financial expenses		1 654	153	31 148
Net financial income and expenses		5 276	5 648	-324 966
Operating result before tax		5 127	5 107	-326 873
Tax on ordinary result		0	0	-2 312
Operating result		5 127	5 107	-324 561

## **Balance Sheet**

	Note	31.03.2020	31.03.2019	31.12.2019
(Figures in NOK 1 000)				
Assets				
Financial fixed assets Investments in subsidiaries Loans to group companies Total financial fixed assets		154 614 372 171 <b>526 785</b>	472 659 359 391 <b>832 050</b>	154 614 365 205 <b>519 819</b>
Total fixed assets		526 785	832 050	519 819
Current assets				
Inventories		0	0	0
Receivables Trade receivables Loans to group companies Other receivables Total receivables		656 22 163 169 <b>22 988</b>	497 49 887 5 535 <b>55 919</b>	2 694 21 985 <u>312</u> <b>24 991</b>
Cash and bank deposits		5 999	4 095	6 119
Total current assets		28 987	60 014	31 110
Total assets		555 772	892 064	550 929

### **Balance Sheet**

	Note	31.03.2020	31.03.2019	31.12.2019
(Figures in NOK 1 000)				
Equity and liabilities				
Restricted equity				
Share capital Share premium	4 4	2 500 74 447	2 500 74 447	2 500 74 447
Other restricted equity	4	3 106	3 106	3 106
Total restricted equity	-	80 053	80 053	80 053
Retained earnings		405 000	450.070	470.004
Other equity Total retained earnings	4	-165 868 -165 868	158 673 <b>158 673</b>	-170 994 <b>-170 994</b>
Total retained earnings		-103 000	130 07 3	-170 554
Total equity		-85 816	238 725	-90 942
Liabilities				
Other long term liabilities				
Bonds	5	462 510	474 845	462 005
Liabilities to subsidiaries		140 060	168 339	139 539
Other long term liabilities		28 136	0	28 032
Total other long term liabilities		630 706	643 184	629 576
Current liabilities				
Trade creditors		646	1 370	0
Liabilities to group companies		10 040	7 835	12 117
Public duties payable		150	-26	42
Other short term liabilities		46	976	136
Total short term liabilities		10 882	10 155	12 295
Total liabilities		641 588	653 339	641 871
		041 300	000 008	0410/1
Total liabilities and equity		555 772	892 064	550 929

### **Cash Flow Statement**

(Figures in 1 000 NOK)				
Cash flow from operating activities		1Q 2020	1Q 2019	FY 2019
Profit before income taxes		5 127	5 107	-326 873
Payment in kind bonds (PIK-bonds) Gain on investments in subsidiaries Income tax paid Loss / (gain) on sale of financial items Write-down of financial fixed assets Changes in trade receivables Changes in other receivables Changes in trade creditors Changes in receivables from group companies		506 0 0 0 2 038 72 717 -8 596	498 0 0 0 0 134 -1 102 -9 313	2 004 0 2 312 45 318 000 -2 196 5 428 -2 543 16 522
Changes in other short-term liabilities		18	225	-779
Net cash flow from operating activities	Α	-119	-4 450	11 920
<b>Cash flow from investing activities</b> Purchase of tangible fixed assets Purchase of financial fixed assets		0 0	0 0	0 0
Net cash flow from investing activities	В	0	0	0
<b>Cash flow from financing activities</b> Paid in long term liabilities Group contribution		0 0	0 0	-14 345 0
Net cash flow from financing activities	С	0	0	-14 345
Net changes in cash and cash equivalents Cash and cash equivalent start at period	A+B+C	-119 6 119	-4 450 8 544	-2 425 21 969
Cash and cash equivalents at end of period		5 999	4 095	19 544



## **Consolidated Income Statement**

(Figures in 1 000 NOK)

	Note	1Q 2020	1Q 2019	FY 2020
Operating income and operating expenses Operating income	2	197 104	395 983	980 322
operating meone	2	107 104	000 000	500 522
Operating cost ships		78 666	238 233	489 904
Payroll expenses		57 025	73 258	234 866
Depreciation	3	35 051	39 637	146 119
Write down on tangible assets	3	0	0	70 168
Other operating expenses		14 949	18 294	39 914
Total operating expenses		185 691	369 421	980 971
Operating profit		11 413	26 562	-649
Financial income and expenses				
Interest income from group companies		1 481	1 475	5 969
Other interest income		391	286	1 791
Other financial income		34 338	4 419	51 665
Other interest expenses		49 152	53 964	200 489
Other financial expenses		23 957	11 715	61 921
Net financial income and expenses		-36 899	-59 500	-202 986
Our constitution and solid the forms from		05 400	22.020	000 005
Operating result before tax		-25 486	-32 938	-203 635
Tax on ordinary result		0	4	-4 860
Operating result		-25 486	-32 942	-198 775

## **Consolidated Balance Sheet**

	Note	31.03.2020	31.03.2019	31.12.2019
(Figures in NOK 1 000)				
Assets				
Fixed assets				
Intangible fixed assets Deferred tax asset		1 751	0	1 751
Total intangible assets		1 751	0	1 751
Tangible fixed assets				
Buildings and land	3	1 897	1 897	1 897
Ships	3	1 968 501	2 339 808	1 988 220
Equipment and other movables Total tangible fixed assets	3	1 439 <b>1 971 836</b>	2 751 <b>2 344 456</b>	4 724 1 994 840
Total tangible lixed assets		1 37 1 030	2 344 430	1 334 040
Financial fixed assets				
Loans to group companies		113 859	114 380	112 378
Investments in shares		1 772	1 772	1 772
Other receivables Total financial fixed assets		15 580 <b>131 210</b>	16 177 <b>132 328</b>	15 317 <b>129 466</b>
		131 210	152 520	125 400
Total fixed assets		2 104 797	2 476 784	2 126 057
Current assets				
Inventories		4 889	6 883	3 807
		4 889	6 883	3 807
Inventories Debtors Accounts receivables		4 889 150 292	6 883 220 192	3 807 150 035
<b>Debtors</b> Accounts receivables Loan to group companies		150 292 1 613	220 192 3 083	150 035 1 370
<b>Debtors</b> Accounts receivables Loan to group companies Other receivables		150 292 1 613 268 230	220 192 3 083 192 344	150 035 1 370 212 523
<b>Debtors</b> Accounts receivables Loan to group companies		150 292 1 613	220 192 3 083	150 035 1 370
<b>Debtors</b> Accounts receivables Loan to group companies Other receivables		150 292 1 613 268 230	220 192 3 083 192 344	150 035 1 370 212 523
Debtors Accounts receivables Loan to group companies Other receivables Total debtors		150 292 1 613 268 230	220 192 3 083 192 344	150 035 1 370 212 523 <b>363 928</b> 362
Debtors Accounts receivables Loan to group companies Other receivables Total debtors Investments		150 292 1 613 268 230 <b>420 135</b>	220 192 3 083 192 344 <b>415 619</b>	150 035 1 370 212 523 <b>363 928</b>
Debtors Accounts receivables Loan to group companies Other receivables Total debtors Investments Other financial instruments		150 292 1 613 268 230 <b>420 135</b> 362	220 192 3 083 192 344 <b>415 619</b> 362	150 035 1 370 212 523 <b>363 928</b> 362
Debtors Accounts receivables Loan to group companies Other receivables Total debtors Investments Other financial instruments Total investments		150 292 1 613 268 230 <b>420 135</b> 362 <b>362</b>	220 192 3 083 192 344 <b>415 619</b> 362 <b>362</b>	150 035 1 370 212 523 <b>363 928</b> <u>362</u> <u>362</u>
Debtors Accounts receivables Loan to group companies Other receivables Total debtors Investments Other financial instruments Total investments Cash and bank deposits		150 292 1 613 268 230 <b>420 135</b> 362 362 281 038	220 192 3 083 192 344 <b>415 619</b> 362 362 362 318 117	150 035 1 370 212 523 <b>363 928</b> <u>362</u> <b>362</b> <b>362</b> <b>241 234</b>

### **Consolidated Balance Sheet**

	Note	31.03.2020	31.03.2019	31.12.2019
(Figures in NOK 1 000)				
Equity and liabilities				
Restricted equity				
Share capital	4	2 500 74 447	2 500 74 447	2 500 74 447
Share premium Other restricted equity	4 4	3 106	3 106	3 106
Total restricted equity	-	80 053	80 053	80 053
Retained earnings				
Other equity	4	-736 498	-478 729	-708 127
Total retained earnings		-736 498	-478 729	-708 127
<b>T</b> (1) (1)		050.445	000.070	000.074
Total equity		-656 445	-398 676	-628 074
Liabilities Provisions				
Deferred tax		0	1 173	0
Total provisions		0	1 173	0
Other long term lighiliting				
Other long-term liabilities Bonds	5	1 800 737	2 090 778	1 768 855
Liabilities to financial institutions	5	1 314 936	1 296 981	1 324 969
Other long term liabilities		28 136	0	25 162
Total of other long term liabilities		3 143 809	3 387 759	3 118 986
Current liabilities				
Trade creditors		56 869	120 963	64 325
Liabilities to group companies		1 250	750	0
Tax payable		209	255	496
Public duties payable		2 923	0	7 060
Other short term liabilities Total short term liabilities		262 606 323 857	105 541 <b>227 510</b>	172 596 <b>244 477</b>
		525 051	221 510	299 911
Total liabilities		3 467 667	3 616 441	3 363 462
Total equity and liabilities		2 811 222	3 217 765	2 735 388

## **Consolidated Cash Flow Statement**

Figures in 1 000 NOK				
Cash flow from operating activities		1Q 2020	1Q 2019	FY 2019
Profit before income taxes		-25 486	-32 938	-203 635
Payment in kind bonds (PIK-bonds) Income tax paid Depreciation and write-down Gain on sale of financial items Currency gain/-loss Changes in inventories Changes in trade receivables Changes in other receivables Changes in other receivables Changes in trade creditors Changes in receivables from group companies Changes in other short-term liabilities		39 387 -275 35 051 0 2 928 -1 082 -257 -56 233 -7 456 -475 49 714	38 711 -243 39 637 0 -824 51 772 -31 481 -11 780 -1 080 -8 864	136 167 2 712 216 287 -22 658 0 2 252 121 928 -54 902 -68 419 1 886 9 377
Net cash flow from operating activities	А	35 816	42 909	140 995
Cash flow from investing activities Purchase of tangible fixed assets	P	-12 011 <b>-12 011</b>	-14 956	-131 415
Net cash flow from investing activities	В	-12 011	-14 956	-131 415
<b>Cash flow from financing activities</b> Raised long term liabilities Paid in long term liabilities Changes in other accruals and liabilities Group contribution Cash impact from sale of subsidiary		16 000 0 0 0	0 -12 064 0 0 0	49 537 -66 711 0 0 -53 401
Net cash flow from financing activities	С	16 000	-12 064	-70 575
Net changes in cash and cash equivalents Cash and cash equivalent start at period	A+B+C	39 804 241 234	15 888 302 229	-60 995 302 229
Cash and cash equivalents at end of period		281 038	318 117	241 234

### 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.

### **Miscellaneous**

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

### Note 2 Spesification companies and segments

### Consolidated - YTD 1Q 2020

Company	Segment	Operating income	EBITDA	Cash 31.03.
Boa OCV AS	OCV	73 964	22 322	141 655
Boa Barges AS	Barges	33 776	17 119	37 103
Boa Barges LLC	Barges	38 929	7 049	6 877
Boa Tugs AS	Tugs	40 222	-7 176	7 355
T.A. Kittilsen Shipping AS	Tugs	6 376	851	-416
Boa AHTS Holding AS	AHTS	13 358	12 421	20 053
Boa Offshore AS	Other	0	-150	5 999
Boa Management AS	Other	39 075	-1 437	36 187
Other / elimination	Other	-48 597	-4 535	26 225
Total		197 104	46 464	281 038

### Note 3 Fixed assets - consolidated

	Vessels	Periodic mainte-nance	Equipment	Buildings and land	Sum
Acquisition cost 01.01.	3 862 843	398 238	25 195	1 897	4 288 173
Additions	2 118	9 894	34	0	12 046
Disposals	0	0	0	0	0
Transfer	3 225	0	-3 225	0	0
Acquisition cost 31.03.	3 868 186	408 132	22 004	1 897	4 300 219
Accumulated depr. 01.01.	2 035 378	237 542	20 413	0	2 293 333
Disposals	0	0	0	0	0
Transfer	0	0	0	0	0
Write-down this period	0	0	0	0	0
Depreciation this period	24 790	10 107	153	0	35 050
Accum. depr. 31.03.	2 060 168	247 649	20 566	0	2 328 383
Book value 31.03.	1 808 018	160 483	1 438	1 897	1 971 836
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:

-14 373

#### Note 4 Shareholder's equity

### Parent company

			Other		
		Share	restricted		
	Share capital	premium	equity	Other equity	Total
Equity 01.01.	2 500	74 447	3 106	-170 994	-90 942
Profit of the year	0	0	0	5 127	5 127
Equity 31.03.	2 500	74 447	3 106	-165 868	-85 815

### Consolidated

		Share	Other restricted		
	Share capital	premium	equity	Other equity	Total
Equity 01.01.	2 500	74 447	3 106	-708 127	-628 075
Profit of the year	0	0	0	-25 486	-25 486
Other changes	0	0	0	-2 886	-2 886
Equity 31.03.	2 500	74 447	3 106	-736 500	-656 446
Minerit share freeze live and live					750
Minority share of operating result YTD					-753

Minority share of operating result YTD

Minority share of total equity

#### Note 5 Long term liabilities

### Parent company

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

	2020	2021	2022	2023	$\rightarrow$
Instalments	0	0	0	0	490 647

#### Consolidated

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

	2020	2021	2022	2023	$\rightarrow$
Instalments	80 765	122 562	99 311	100 215	2 780 090

Boa Barges AS has pledged 10 of its barges as additional security for bank loans to the sister company Boa AHTS Holding AS, limited to NOK 150 000 000 and with priority after Boa Barges AS's own loan. After a financial restructuring for the Group in 2017, a sale of the companies vessels was imposed. This has not been possible to carry out in today's market, but the vessels are now hired out to Forsvaret on a 5 + 5 bareboat contract.

### Note 6 Consolidated income statement - summary

	1Q 2020	1Q 2019	FY 2019
Operating income	197 104	395 983	980 322
Operating expences	150 640	329 784	764 684
EBITDA	46 464	66 199	215 638
EBITDA %	24 %	17 %	24 %
Depreciation and write-down	35 051	39 637	216 287
EBIT	11 413	26 562	-649
Net finance	-36 899	-59 500	-202 986
Pre tax profit	-25 486	-32 938	-203 635
Тах	0	4	-4 860
Net profit	-25 486	-32 942	-198 775

### Note 7 Interest bearing debt / equity

Key figures	31.03.20	31.03.19	31.12.19
Interest bearing debt Cash and cash equivalents Net Interest Bearing Debt (NIBD) NIBD / EBITDA * * Last four quarters	2 855 778 281 038 2 574 740 13,14	3 046 248 318 117 2 728 131 14,49	2 796 052 241 234 2 554 819 11,85
Booked equity ratio Value adjusted equity ratio	-23,4 % 8,6 %	-12,4 % 16,4 %	-23,0 % 8,9 %





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